

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION,

Applicant,

v.

No. 21-mc- ()

TERRAFORM LABS PTE, Ltd. and
DO KWON,

Respondents.

[PROPOSED] ORDER TO SHOW CAUSE

The Securities and Exchange Commission (“Commission”) has applied for an order directing Respondents Terraform Labs PTE, Ltd. (“Terraform”) and Do Kwon to show cause why Respondents should not be ordered to produce documents as called for by the Commission’s investigative subpoenas served upon Respondents on September 20, 2021 (“Subpoenas”) within the next 10 days; and for Respondent Kwon to show cause why he should not be ordered to appear for testimony as called for by the Commission’s investigative subpoena served upon Respondent Kwon on September 20, 2021 within the next 10 days.

The Court has considered the application filed by the Commission and supporting papers and finds that the Commission has made a sufficient and proper showing in support of the relief sought in its application.

Accordingly,

I.

IT IS HEREBY ORDERED that Respondents Terraform and Kwon shall appear before this Court at _____ a.m./p.m. on _____, 2021 in Courtroom _____ of

the United States Courthouse, 500 Pearl Street, New York, New York 10007, to show cause why the Court should not issue an Order directing Respondents to produce documents as called for by the Subpoenas to:

Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Date: _____

Time: _____

The Commission staff may consent in writing to another location, date, or time for Respondents' production of documents called for by the Subpoenas.

If Respondents refuse to produce documents called for by the Subpoenas on the appointed date and time, the Commission will have established a *prima facie* case of civil contempt against Respondents, and Respondents may be held in civil contempt for failure to comply with the Order without further notice or hearing.

II.

IT IS HEREBY ORDERED that Respondent Kwon shall appear before this Court at _____ a.m. / p.m. on _____, 2021 in Courtroom _____ of the United States Courthouse, 500 Pearl Street, New York, New York 10007, to show cause why the Court should not issue an Order directing Respondent Kwon to appear for testimony before the Commission as follows:

Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Date: _____

Time: _____

The testimony of Respondent Kwon shall continue day-to-day until completed. The Commission staff may consent in writing to another location, date, or time for the testimony.

If Respondent Kwon refuses to appear on the appointed date and time, the Commission will have established a *prima facie* case of civil contempt against him, and he may be held in civil contempt for failure to comply with the Order without further notice or hearing.

III.

IT IS FURTHER ORDERED that a copy of this Order and the papers supporting the Commission's application be served upon Respondent by transmitting the papers on or before _____, 2021 by personal service, or by email or overnight delivery to Respondents' counsel.

IV.

IT IS FURTHER ORDERED that Respondents shall file and serve any opposing papers in response to the application no later than _____, 2021 at a.m./p.m. Service shall be made by delivering the papers to counsel for the Commission by email to James Connor at connorja@sec.gov and by overnight delivery to the aforementioned counsel at 100 F Street, NE, Mail Stop 5935, Washington, DC 20549, Tel: (202) 551-8394. The Commission shall file and serve any reply papers by _____, 2021 at a.m./p.m,

SO ORDERED.

Dated: _____, 2021
New York, NY

UNITED STATES DISTRICT JUDGE